

Document #4585

ATTACHMENT 1

REVISED

TERMS AND CONDITIONS FOR THE DISPOSITION
OF KILBY STREET GARAGE PARCELS

5. BUILDING SETBACKS

Building elements above 70' in height shall be set back a minimum of 10' on Kilby Street; 20' on State Street.

6. AMENITIES

The project shall include on-and off-site public improvements to be articulated in the design review process.

7. PARKING

All parking shall be below grade and a maximum of 700 public and private parking spaces shall be provided. Parking access shall be from Broad Street via Doane Street, which is proposed to be discontinued as a public way.

8. OFF STREET LOADING

Service areas for the development and access to these areas shall be inconspicuous, safe, and enclosed. They must not interfere with pedestrian circulation routes. The primary service access shall be provided from Kilby Place.

9. CONSTRUCTION PHASING

The Authority requires that total construction of the project be completed in a single phase.

10. MATERIALS

All facades shall be of masonry; the tower facade shall be of granite.

11. DESIGN REVIEW PROCESS

The Authority requires submission of design drawings for review and approval at three phases in the design review process in accordance with submission requirements normally followed by the architectural profession and the Authority:

- a. Schematic Design Drawings
- b. Design Development Drawings and Outline Specifications; and
- c. Working Drawings and Final Specifications.

This design review process will include Authority review and approval of all exterior materials and design review of all interior spaces accessible to the public and shall include review and approval of all material changes from the approved drawings that may occur during the construction period.

12. LINKAGE

The developer shall comply with linkage policies as defined in Article 26 of the Boston Zoning Code.

13. REAL ESTATE TAXES

Real estate taxes for the new development will be paid according to normal City of Boston Chapter 59 Assessing Department practices.

DECEMBER 15, 1983

TO: BOSTON REDEVELOPMENT AUTHORITY

FROM: ROBERT J. RYAN, DIRECTOR

SUBJECT: RECOMMENDING TO THE CITY OF BOSTON, ACTING BY AND THROUGH THE PUBLIC FACILITIES COMMISSION, THE TENTATIVE DESIGNATION OF NINE SIX STATE STREET JOINT VENTURE AS A DEVELOPER OF THE MILBY STREET GARAGE DEVELOPMENT PROJECT.

Milby Street garage is one item of the four projects advertised by the Authority in November, 1982 for development interest. The Authority, as you know, was acting under delegation of power from the Public Facilities Commission and the Real Property Board. The total parcel advertised for development interest was 23,142 square feet which includes the present Milby Street Mechanical garage.

ATTACHMENT 2

BOARD MEMORANDUMDECEMBER 15, 1983

As a result of the Authority's development interest, the Authority received 11 proposals. As a result of the Authority's Board Guidelines, the submissions were narrowed down to two proposals. As in the other projects, each proposal was subject to an intensive review process by the Authority staff. The proposal by NINE SIX STATE STREET JOINT VENTURE, made up of NINE SIX DOWN and NINE SIX UP, with the Equitable Life Assurance Society, and Petros Planning as construction consultant, best meets the design and financial requirements of the City.

As the developer controls ownership of 25 State Street and 3 Moore Street, for a total development site of 11,500 square feet, the developer is able to integrate this interior Milby Street site with a very important linkage into State Street walls, at the same time, removing the adverse impact of the present 25 State Street on the streetscape of adjacent State Street. As you may be aware, 25 State Street has the upper floors covered with a blue aluminum exterior skin. By demolishing this structure and presenting a major atrium on State Street, the development is able to open up a whole new line of sight of the historic Custom House Tower itself along State Street and is able to provide an important connector with the Federal Hall Marketplace. In that regard, the developer will also be doing significant site improvements to the overall area including brick sidewalks and pedestrian level improvements on Merchants Row, which will create the immediate pedestrian link with the Marketplace.

MEMORANDUM

DECEMBER 15, 1983

TO: BOSTON REDEVELOPMENT AUTHORITY

FROM: ROBERT J. RYAN, DIRECTOR

SUBJECT: RECOMMENDING TO THE CITY OF BOSTON, ACTING BY AND THROUGH THE PUBLIC FACILITIES COMMISSION, THE TENTATIVE DESIGNATION OF NINETY NINE STATE STREET JOINT VENTURE AS REDEVELOPER OF THE KILBY STREET GARAGE DEVELOPMENT PARCEL

Kilby Street garage is the last of the four garages advertised by the Authority in November, 1982 for development interest. The Authority, as you know, was acting under delegation of powers from the Public Facilities Commission and the Real Property Board. The total parcel advertised for development interest was 29,149 square feet which includes the present Kilby Street mechanical garage.

As a result of the solicitation for development interest, the Authority received five preliminary proposals. As a result of the Authority's Second Stage Design Guidelines, the submissions were narrowed down to four proposals. As in the other garages, each proposal was subject to an intensive design review process by the Authority staff. The proposal by Ninety Nine State Street Joint Venture, made up of Harold Brown and Graham Gund, with the Equitable Life Assurance Society, and Petros Palandjian as construction consultant, best meets the design and financial requirements of the City.

As the developer controls ownership of 89 State Street and 5 Doane Street, for a total development site of 44,990 square feet, the developer is able to integrate this interior Kilby Street site with a very important frontage onto State Street while, at the same time, removing the adverse impact of the present 89 State Street on the streetscape of historic State Street. As you may be aware, 89 State Street has the upper floors covered with a blue aluminum exterior skin. By demolishing that structure and presenting a major atrium on State Street, the development is able to open up a whole new line of sight of the historic Custom House Tower itself along State Street and is able to provide an important connector with the Faneuil Hall Marketplace. In that regard, the developer will also be doing significant site improvements to the overall area including brick sidewalks and pedestrian level improvements on Merchants Row, which will create the immediate pedestrian link with the Marketplace.

The project will be a \$124,000,000 mixed-use development consisting of 500,000 square feet of office space and approximately 50,000 square feet of retail space and will include 450 underground parking spaces in three levels. The maximum FAR will not exceed the guidelines of 12.25 and the maximum height will not exceed the guidelines' limit of 260 feet. The initial submission by the developer was for a much taller structure of 410 feet, but the joint venturer revised their development through the design review process. As a result, it represents a superior product that has won the endorsement of the three-member special committee of the Boston Society of Architects which committee reviewed all the proposals and indicated that this proposal was "clearly preferable to the others".

The project has been designed by Graham Gund Associates, who is well-known in this city for designing developments that are very sensitive to the environments in which they are located and has worked well with Authority ~~staff and others~~ to satisfactorily resolve design and development issues. The Equitable Life Assurance Society as a joint venturer will guarantee the financing for the development. The disposition price for both the garage and the adjacent interest in discontinued street areas will result in an \$8,000,000 payment to the City for this presently antiquated garage facility. The development will produce approximately ~~\$4,000,000~~ annually in taxes as revenue to the City, which is ~~eight times~~ the total present income to the City for the taxes on the overall site and rental of the garage. The inefficient Kilby Street parking that will be displaced will be more than offset by the 450 underground public parking spaces that will be provided in this new development. This modern conventionally-designed parking facility will provide much needed parking for the Marketplace shops and restaurants during the peak demand periods such as evenings and weekends.

This development, like the other garage development sites, will also be subject to the City's policy on linkage between Downtown Development and Neighborhood Housing and will result in \$2,250,000 of income over a twelve-year period for the creation of low and moderate income housing within the city's neighborhoods.

The City will continue to operate the Kilby Street garage and will receive the revenue therefrom until final disposition to the developers. The development will be subject to a continuing design review which will ensure the compliance with the terms and conditions for tentative designation which are outlined and attached hereto.

The Authority is, therefore, recommending that this so-called Kilby Street garage and the adjacent discontinued portions of Doane Street be tentatively designated to Ninety Nine State Street Joint Venture, all subject to the terms and conditions as outlined in the attached document entitled "Terms and Conditions for Tentative Developer Designation of Kilby Street Garage Parcels". Such Terms and Conditions are hereby incorporated into the recommendation by reference.

DECEMBER 15, 1983

VOTED: That the Authority recommends to the City of Boston, acting by and through its Public Facilities Commission, the tentative designation of Ninety Nine State Street Joint Venture as redeveloper of the Kilby Street garage facility and the adjacent discontinued portions of Doane Street; said recommendation is subject to the incorporation of the terms and conditions as set forth in the document dated December 15, 1983, attached hereto entitled, "Terms and Conditions for Tentative Developer Designation of Kilby Street Garage Parcels"; and said designation is subject to all easements of record.

TERMS AND CONDITIONS FOR TENTATIVE DEVELOPER DESIGNATION OF KILBY STREET GARAGE PARCELS

1. DISPOSITION PRICE

A disposition price of \$8,000,000 will be paid to the City upon the conveyance of the garage parcel and underlying rights of portions of Doane Street and any adjacent public parcels.

2. REDEVELOPMENT SITE

The redevelopment site shall include the area outlined in the map below. Preservation or reuse of the building at 99 State Street is encouraged. In addition, the Authority encourages the integration of the vacant lots (shown shaded on map below) at the southeast corner of Kilby and State Street into the redevelopment project. The Authority recognizes that good faith private negotiations will be necessary. The unsuccessful completion of private negotiations will not jeopardize the overall development program.



3. BUILDING BULK

The maximum floor area ratio as defined in the Boston Zoning Code shall not exceed 12.25 on the redevelopment site and shall not exceed 550,000 square feet of gross floor area including 50,000 square feet of retail space.

4. BUILDING HEIGHT

The highest building element inclusive of mechanical and elevator equipment shall not exceed 260 feet. The maximum height on State and Kilby Street shall not exceed 70 feet.

DECEMBER 15, 1983

5. BUILDING SETBACKS

Building elements above 70' in height shall be set back a minimum of 30' on Kilby Street; 120' on State Street; 30' on Central Court.

6. AMENITIES

Street improvements shall include brick and granite sidewalks, pedestrian-scale lighting, seating and trees.

- a. The width of the existing State Street sidewalk shall be maintained.
- b. The Kilby Street sidewalk shall be 15' wide. A row of large trees shall be provided along Kilby Street.
- c. Doane Street between Kilby Street and the redevelopment site shall be reconstructed as a minor pedestrian entry to the arcade with service access provided to abutters. The improvements shall include a cobbled granite service lane, brick sidewalks, pedestrian scale lighting and street trees.
- d. A public space shall be provided at the end of Central Street Courtyard.
- e. The existing section of Merchants Row from State Street to Chatham Street shall be reconstructed as a major pedestrian way with service access to existing uses. The improvements shall include a cobbled granite service lane outlined by granite bollards, brick sidewalks, street trees, benches, and pedestrian scale lighting.
- f. Granite paved cross walks shall be constructed across State Street as an extension of the Merchants Row improvements.
- g. The intersection of Kilby and State Street shall be reconstructed with granite paved cross walks.

7. PARKING

All parking shall be below grade and a minimum of 450 public parking spaces shall be provided. Parking access shall be from Broad Street via Doane Street.

8. OFF STREET LOADING

Service areas for the development and access to these areas shall be inconspicuous, safe, and fully enclosed. They must not interfere with pedestrian circulation routes. All service access shall be provided from Kilby Place.

9. CONSTRUCTION PHASING

The Authority requires that total construction of the project be completed in a single phase.

10. MATERIALS

All facades shall be of varying tones of granite. To create variety and visual interest, windows and groupings of windows shall be recessed, and granite surfaces articulated in character with adjacent structures along State Street.

DECEMBER 15, 1983

11. DESIGN REVIEW PROCESS

The Authority requires submission of design drawings for review and approval at three phases in the design review process in accordance with submission requirements normally followed by the architectural profession and the Authority:

- a. Schematic Design Drawings
- b. Design Development Drawings and Outline Specifications; and
- c. Working Drawings and Final Specifications.

This design review process will include Authority review and approval of all exterior materials and all materials located in interior spaces accessible to the public and shall include review and approval of all changes from the approved drawings that may occur during the construction period.

12. LINKAGE

The developer shall comply with linkage policies as presented in the report of the Advisory Group on Linkage Between Downtown Development and Neighborhood Housing, issued on October 14, 1983.

13. REAL ESTATE TAXES

Real estate taxes for the new development will be paid according to normal City of Boston Chapter 59 Assessing Department practices.



FACT SHEET
Kilby Street Garage
99 State Street Joint Venture Proposal

DEVELOPER:	Harold Brown Graham Gund Equitable Life Assurance Society
ARCHITECT:	Graham Gund Associates, Inc.
SITE AREA:	44,528 LSF
FAR SF:	550,000 FAR SF
FAR:	12.24 FAR
OFFICE SPACE:	500,000 GSF
RETAIL SPACE:	50,000 GSF
PARKING:	450 Spaces on 3 levels underground. all publicly available
TOTAL DEVELOPMENT COST:	\$124,334,000
TOTAL PURCHASE PRICE:	\$ 8,000,000 \$ 7,000,000 for Kilby Street Garage \$ 1,000,000 for public streets
TOTAL YEARLY TAXES:	\$ 4,000,000
LINKAGE CONTRIBUTION OVER 12 YEARS:	\$ 2,250,000
CONSTRUCTION JOBS:	280
PERMANENT JOBS:	2,200

FOUR FINALISTS FOR KILBY STREET

GARAGE DEVELOPMENT PARCEL

DEVELOPER/ARCHITECT

OFFERING PRICE FOR
PUBLIC PARCELS

99 State Street Joint Venture
Graham Gund - Harold Brown
Equitable Life Assurance Co.
Architect: Graham Gund Associates, Inc. 8,000,000
Construction Consultant: Petros Palandjian

Kilby-Broad Associates
General Partners:
Robert C. Elder
Raymond W. Miller
Architect: The Architects Collaborative, Inc. 5,000,000

Kilby Properties Trust
Architect: Moshe Safdie & Associates, Inc 4,100,000

Corcoran-Kilby Associates
General Partners:
John M. Corcoran
P. Leo Corcoran
Architect: Benjamin Thompson & Assoc., Inc. 7,300,000

M E M O R A N D U M

April 18, 1985

TO: BOSTON REDEVELOPMENT AUTHORITY BOARD
AND STEPHEN COYLE, DIRECTOR

FROM: SUSAN ALLEN, ASSISTANT DIRECTOR FOR DEVELOPMENT AND DESIGN

SUBJECT: RECOMMENDING TO THE CITY OF BOSTON, ACTING BY AND THROUGH THE
PUBLIC FACILITIES COMMISSION, REVISIONS TO THE TENTATIVE
DESIGNATION OF THE REDEVELOPER OF THE KILBY STREET GARAGE
DEVELOPMENT PARCEL

The Kilby Street Garage parcel is the last of the four garage parcels advertised by the Authority in November 1982 for development interest. As you know, the Authority solicited developer interest, acting under the delegation of powers from the Public Facilities Commission and the Real Property Board, and received five preliminary proposals. As a result of the Authority's Second Stage Design Guidelines, the submissions were narrowed to four proposals and subsequently, on December 15, 1983, the Authority recommended to the City of Boston, acting by and through its Public Facilities Commission, the tentative designation of Ninety Nine State Street Joint Venture as redevelopers of the Kilby Street garage facility and the adjacent discontinued portions of Doane Street. The Authority's recommendation, as voted, is subject to the incorporation of the terms and conditions as set forth in the document dated December 15, 1983, attached hereto, entitled "Terms and Conditions for Tentative Developer Designation of Kilby Street Garage Parcels"; and is subject to all easements of record. (See attachment 2.)

Since the Authority's recommendation of December 15, 1983 of tentative designation of Ninety Nine State Street Joint Venture, several conditions have changed, which has led to the need to revise the tentative designation:

1. Ninety Nine State Street Joint Venture, the development team which received tentative designation has added a member and reconstituted itself as Ninety Nine State Street Limited Partnership. Ninety Nine State Street Joint Venture consisted of Harold Brown, Graham Gund, and Equitable Life Assurance Society. The Beacon Companies have joined the original three partners, now all constituted as a new partnership. Skidmore, Owings and Merrill - Chicago has joined the architectural team.
2. Ninety Nine State Street Limited Partnership has acquired rights in additional property and proposes to expand the site from what was considered in the recommendation for tentative designation. Parcels to be added to the development site include 75 State Street, 85 State Street, 20 Kilby Street, Bangs Alley, and the east and west portions of Doane Street. The additional parcels would increase the total square footage of the development site from 44,460 square feet to 59,861 square feet. (Public parcels constitute 38,197 square feet.) The redevelopment of 75 and 85 State Street would substantially improve two

currently underutilized parcels along one of Boston's major downtown streets. In its guidelines for the garage disposition, the Authority encouraged the integration of the vacant lots at the southeast corner of Kilby and State Streets. The acquisition of Doane Street in its entirety is desirable because of parking and service access needs. The addition of 20 Kilby Street will eliminate potential construction impacts and will lead to improved facades along Kilby Street.

3. Ninety Nine State Street Limited Partnership proposes, through the institution of covenants, to limit in perpetuity the floor area and height of the majority of the abutting State Street, Broad Street, and Water Street properties. This action will provide significant protection for the Custom House District and will reduce the likelihood of future traffic or environmental impacts in the area.

The above noted changes lead to some revisions to the development program and design which was recommended by the Authority for tentative designation.

1. The acquisition of additional parcels makes it possible to increase the allowable square footage of the project from 550,000 square feet to a gross floor area allowance not to exceed 700,000 square feet.
2. To retain the proportional relationships of the original design while accommodating the increased square footage will require some design revisions. As you recall, the design includes a multi-faceted tower set back from the street, atop a base which includes a pedestrian connection from Kilby Street to State Street and the markets. Authority staff will work with Graham Gund Associates and SOM Chicago to revise the design. Overall project height is not to exceed to 370 feet to the parapet.
3. Programmatic changes include additional parking spaces not to exceed 700 spaces and a reduction in retail space from 50,000 square feet to approximately 15,000 square feet.

Additional changes include the disposition price, the annual tax revenue to the City, and the Development Impact Project (DIP) payment. The disposition of the garage and Doane Street in its entirety will result in total disposition proceeds of \$15 million; annual tax revenues to the City will total approximately \$6.3 million; and the DIP payment will result in \$3 million of income paid over a twelve-year period for the creation of low and moderate income housing within Boston's neighborhoods.

The Authority is therefore recommending revisions to the tentative designation of the redeveloper of the Kilby Street garage redevelopment parcel.

An Appropriate Vote is Attached:

VOTED:

That the Authority recommends to the City of Boston, acting by and through its Public Facilities Commission, revisions to the tentative designation of Ninety Nine State Street Joint Venture as redeveloper of Kilby Street Garage facility and the adjacent discontinued portions of Doane Street, said tentative designation being subject to the terms and conditions set forth in the document dated December 15, 1983, entitled "Terms and Conditions for Tentative Developer Designation of Kilby Street Garage Parcels"; and subject to all easements of record. Recommended revisions to that December 15, 1983 recommendation are 1) acceptance of Ninety Nine State Street Limited Partnership as the tentatively designated redeveloper. Ninety Nine State Street Limited Partnership includes all members of the original development team as well as the Beacon Companies; and 2) changes to the "Terms and Conditions", including an allowance for revised gross square footage not to exceed 700,000 square feet, massing alterations not to exceed 370 feet in height to the parapet, a minimum of 15,000 net square feet of retail space and a maximum of 700 parking spaces (including public and private spaces), and a total disposition price of \$15 million dollars to be paid to the City. The revised "Terms and Conditions for Tentative Developer Designation of Kilby Street Garage Parcels" is attached. (See attachment 1.)